

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

**AMENDMENT TO
OIL AND GAS LEASE**

STATE OF TEXAS §
COUNTY OF TARRANT §

WHEREAS, an Oil and Gas Lease dated June 1, 2006, was granted by Martin Sprocket & Gear, Inc. ("Lessor"), to FSOC Gas Co., Ltd., as evidenced by Memorandum of Oil and Gas Lease and Financing Statement (the "Memorandum"), being recorded at Document No. D207003392, Official Public Records, Tarrant County, Texas (the "Lease").

WHEREAS, the Lease is now owned by Chesapeake Exploration, L.L.C. ("Lessee"); and

WHEREAS, it is the mutual desire of Lessor and Lessee to amend the Lease as more specifically provided for herein:

NOW, THEREFORE, for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree that the Lease is amended as follows:

1. The following provision is hereby inserted at the conclusion of Paragraph 1 of the Lease and at the conclusion of the description of the leased premises in the Memorandum to more particularly describe the lands covered thereby:

In addition to the herein described land, this Lease and the term "leased premises" also covers accretions and any small strips or parcels of land, or any vacancies or excess acreage, including streets, roadways and strips and gores, now or hereafter owned by Lessor which are contiguous or adjacent to the herein-described land, and, for the above-described consideration, Lessee agrees to execute at Lessee's request any additional or supplemental instruments for a more complete or accurate description of the land so covered. For the purpose of determining the amount of any shut-in royalties hereunder, the number of gross acres herein-specified shall be deemed correct, whether actually more or less.

Lessor
gm

2. The term "Retained Tract" as used in Paragraphs 7 and 13 of the Lease is hereby amended to be the 150.643-acre pooled unit for the Martin Sprocket #1H Unit as identified by the plat attached hereto as Exhibit "A."

EXCEPT as amended hereby, the Lease shall remain in full force and effect according to its original terms, and Lessor acknowledges the Lease, as amended hereby, to be valid, subsisting and in full force and effect.

This Amendment to Oil and Gas Lease may be executed in multiple counterparts, each of which when so executed shall be deemed an original, but all of which when taken together shall constitute one and the same instrument.

Executed this 21st day of May, 2008.

LESSOR:

MARTIN SPROCKET & GEAR, INC.

By: Gary L. Martin
Gary L. Martin, Vice Chairman

L Chesapeake Exploration, LLC
as Successor in interest to
Chesapeake Exploration Limited
Partnership
An Oklahoma Limited Liability Company

6

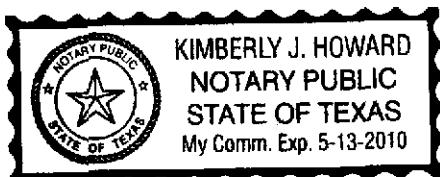
By: _____  PRP

Henry J. Hood, Sr. Vice President-Land and Legal & General Counsel

ACKNOWLEDGMENTS

STATE OF TEXAS
COUNTY OF TARRANT

This instrument was acknowledged before me on this 21ST day of May, 2008, by
GARY C. MARTIN, Vice Chairman of Martin Sprocket & Gear, Inc., on behalf of
said corporation in such capacity.



Notary Public Signature
Printed Name of Notary

Kimberly D. Howard
Kimberly D. Howard

(Seal) Commission Expires

OKLAHOMA
STATE OF TEXAS §
§
COUNTY OF OKLAHOMA §

This instrument was acknowledged before me on the 29 day of May, 2008 by
HENRY HOOP VICE PRESIDENT of Chesapeake Exploration, L.L.C., on behalf of
said limited liability company in such capacity.



Notary Public Signature: SARAH PRUITT
Printed Name of Notary: SARAH PRUITT

(Seal) Commission Expires

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EXHIBIT "A"

UNIT LINE TABLE		
LINE	BEARING	LENGTH
L1	N00°00'36" W	255.26
L2	N89°40'41" W	359.56
L3	S00°00'24" W	224.39
L4	S89°59'50" W	317.71
L5	N00°00'19" W	372.49
L6	N89°48'10" W	231.92
L7	N00°00'47" E	100.07
L8	N89°47'3" W	231.95
L9	N00°00'19" W	101.75
L10	N89°25'47" W	159.95
L11	S41°34'3" W	348.24
L12	N00°01'28" E	314.81
L13	S89°49'48" E	131.00
L14	N00°10'14" E	30.00
L15	S89°49'48" E	82.32
L16	N00°17'00" E	48.80
L17	S00°10'00" E	55.81
L18	S89°50'00" W	323.39

REGISTERED PROFESSIONAL SURVEYORS

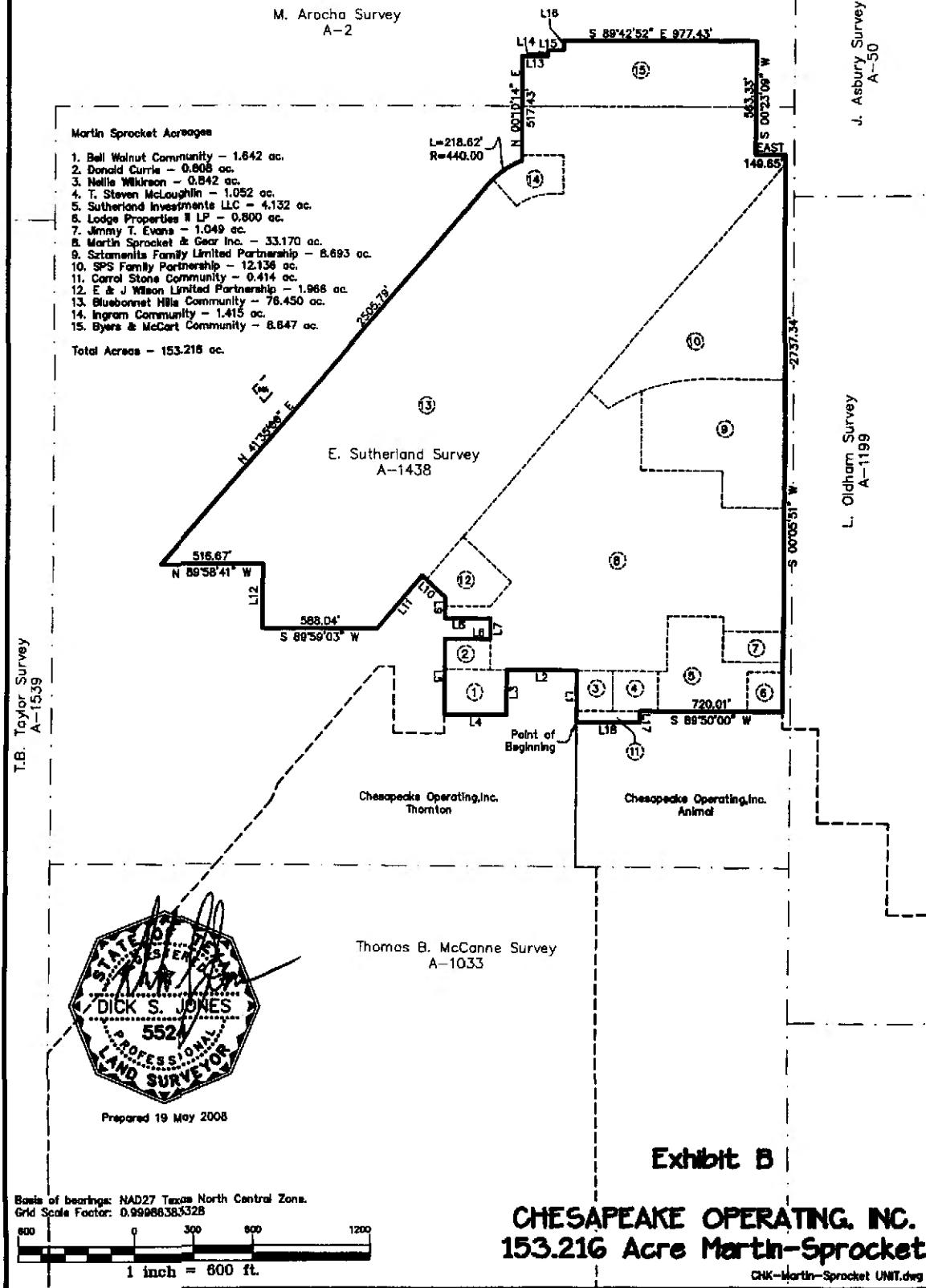
**HERBERT S.
EASLEY**

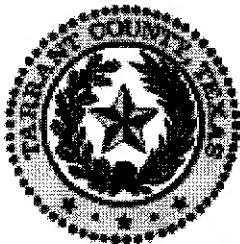
LAND SURVEYORS LP.

- LAND
- TOPOGRAPHIC
- CONSTRUCTION SURVEYING

P. O. BOX 8873
FORT WORTH, TEXAS 76124

METRO 817-429-0194
FAX 817-446-5488





CHESAPEAKE ENERGY CORP
P O BOX 18496
SARAH PRUITT
OKLAHOMA CITY OK 73154

Submitter: TERRY HARRIS

SUZANNE HENDERSON
TARRANT COUNTY CLERK
TARRANT COUNTY COURTHOUSE
100 WEST WEATHERFORD
FORT WORTH, TX 76196-0401

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Filed For Registration: 05/30/2008 10:44 AM
Instrument #: D208201644
OPR 5 PGS \$28.00

By: _____



D208201644

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OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR
RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

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